

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

GARBER BROS., INC.,
Plaintiff,

v.

LOUIS TROILO AND HAROLD LEVINSON
ASSOCIATES, LLC,
Defendant.

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: C.A. NO. 15-cv-10148-IT
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DEFENDANT HAROLD LEVINSON AND ASSOCIATES LLC'S
MOTION FOR EXTENSION OF TIME TO SUBMIT
STATEMENT OF CITIZENSHIP

Defendant Harold Levinson and Associates, LLC (“Harold Levinson”) moves for an extension of fourteen (14) days, until June 4, 2015, to submit a statement of its citizenship, as required by the Order Regarding Subject Matter Jurisdiction entered by the Court on May 7, 2015 (Docket No. 21) (the “Order”). The current deadline to submit the statement of citizenship is May 21, 2015. In support of this Motion, Harold Levinson states as follows:

1. On or about December 23, 2014, Plaintiff Garber Bros., Inc. (“Garber”) filed this action against Defendant Louis Troilo in the Dedham Superior Court for Norfolk County, Massachusetts, entitled *Garber Bros., Inc. v. Louis Troilo*, Civil Action No. 14-01740.

2. On January 21, 2015, Mr. Troilo removed the action to this Court by filing a Notice of Removal pursuant to 28 U.S.C. §§ 1441 and 1446 [Docket No. 1].

3. When Mr. Troilo ended his employment with Garber in July 2014, he took a position with Harold Levinson and Associates, Inc., a New York corporation with a principal place of business in New York. At the time that Mr. Troilo retained undersigned counsel to

represent him, counsel understood that Mr. Troilo was employed by Harold Levinson and Associates, Inc.

4. On January 30, 2015, Garber filed an Amended Complaint [Docket No. 6] adding Harold Levinson and Associates, LLC as a Defendant and additional allegations to its original Complaint. In its Amended Complaint, Garber states that Harold Levinson and Associates, LLC “is a New York limited liability company with its principal place of business . . . [in] Farmingdale, New York.” Amended Complaint, ¶ 5.

5. The undersigned was later retained by Harold Levinson and Associates, Inc.

6. On May 7, 2015, the Court entered the Order directing Harold Levinson and Associates, LLC to file a statement of its citizenship by May 21, 2015, which requires it to identify the citizenship of each of its members in accordance with the holding of Pramco ex rel. CFSC Consortium v. San Juan Bay Marina, 435 F.3d 51, 54-55 (1st Cir. 2006).

7. Following the Court’s Order, undersigned counsel learned that in September 2014, Harold Levinson and Associates, LLC was formed in connection with an infusion of capital from an outside investment fund. Counsel understands that sometime in or after September 2014, Harold Levinson and Associates, LLC became Mr. Troilo’s employer.

8. Since receiving the Order, counsel for Harold Levinson has been working diligently with the company’s Chief Financial Officer to analyze the citizenship of Harold Levinson and Associates, LLC. As set forth in detail below, the corporate structure of Harold Levinson is very complex. It has required a significant amount of time and effort to determine the citizenship of the various members, partners, trustees and beneficiaries of the entities within the corporate structure, many of which are not within the control of Harold Levinson. Despite its

efforts, Harold Levinson has not yet been able to complete the analysis and therefore seeks additional time to file its statement of citizenship.

9. To date, Harold Levinson has determined the following with respect to its corporate citizenship for jurisdictional purposes:

- a. Harold Levinson and Associates, LLC is a Delaware limited liability company and has a single member, Harold Levinson Holdings, LLC.
- b. There are eight (8) members of Harold Levinson Holdings, LLC:
 - i. PBC – HLA Holdings, LLC; a Florida limited liability company;
 - ii. HLA Co-Investors, LP, a Florida limited partnership;
 - iii. HLA Founder Holdings, Inc., a Delaware corporation;
 - iv. Rita Berro, an individual domiciled in New York;
 - v. Edward Berro, an individual domiciled in New York;
 - vi. Barry Feldman, an individual domiciled in New York;
 - vii. Edward Berro 2012 Dynasty Trust;
 - viii. Rita Berro 2012 Dynasty Trust.
- c. There are sixty-seven (67) members of PBC – HLA Holdings, LLC. Of those members, thirty-two (32) are individuals who are domiciled in Florida, California, New York, Virginia, Colorado and North Carolina. The remaining thirty-five (35) members are institutions. Harold Levinson has not yet been able to determine the citizenship of those institutional members.
- d. There are thirty-one (31) limited and general partners of HLA Co-Investors, LP. Of those, sixteen (16) are individuals who are domiciled in Florida, New York, New Jersey and Virginia. The remaining fifteen (15) partners are institutions. Harold Levinson has not yet been able to determine the citizenship of those institutional partners.

- e. The beneficiaries of the Edward Berro 2012 Dynasty Trust are all individuals domiciled in New York. Harold Levinson has not yet been able to identify the citizenship of the Trustee(s) of the Edward Berro 2012 Dynasty Trust.
 - f. The beneficiaries of the Rita Berro 2012 Dynasty Trust are all individuals domiciled in New York. Harold Levinson has not yet been able to identify the citizenship of the Trustee(s) of the Edward Berro 2012 Dynasty Trust.
10. Harold Levinson and its counsel are continuing to work diligently to determine the citizenship of the various individuals and entities identified above in order to determine the citizenship of Harold Levinson and Associates, LLC. Harold Levinson believes that the additional two-week period of time requested herein will allow sufficient time for it to complete this analysis, which will enable the Court to determine whether it has subject matter jurisdiction over this action.

WHEREFORE, Defendant Harold Levinson and Associates, LLC requests that the Court grant its Motion and extend the deadline by which it must file a statement of citizenship in accordance with the Court's May 7, 2015 Order by a period of fourteen (14) days, until June 4, 2015.

HAROLD LEVINSON AND
ASSOCIATES, LLC

By Its Attorneys,

/s/ James F. Radke

James F. Radke, BBO #667299

jradke@murthalaw.com

Murtha Cullina LLP

99 High Street

Boston, MA 02110-2320

Telephone: 617.457.4000

Facsimile: 617.482.3868

Barry J. Waters, BBO #645595

bwaters@murthalaw.com

Murtha Cullina LLP

City Place 1

185 Asylum Street

Hartford, CT 06103

Telephone 860.240.6000

Dated: May 21, 2015

CERTIFICATE OF SERVICE

I, James F. Radke, do hereby certify that on May 21, 2015, I filed this document through the ECF system which will send the document electronically to the registered participants as identified on the Notice of Electronic Filing (NEF).

/s/ James F. Radke

James F. Radke